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PREMIER HALL LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

96 AUG 29 AM 10:58
DIVISION OF CORPORATION

REFERENCE : 069644 10316A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : August 29, 1996

ORDER TIME : 10:24 AM

ORDER NO. : 069644

CUSTOMER NO: 10316A

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-08/29/96--01017--000
****122.50 ****122.50

CUSTOMER: Ms. Holly J. Fortnsah
SIDNEY BRODIE, ESQ

Penthouse 1
7270 N.w. 12th Street
Miami, FL 33126

DOMESTIC FILING

NAME: E.C., INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

8/29/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
56 AUG 29 PM 1:08

ARTICLE OF CORPORATION

OF

E.C., INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 29 PM 1:08

ARTICLE I - NAME

The name of this corporation is

E.C., Inc.
150 S. Pine Island Road, Suite 105-A
Plantation, Florida 33324

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The general nature of the business to be transacted by this Corporation shall be any and all activities permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of common stock with a par value of \$1.00 per share.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street of the initial registered office of this corporation is 150 S. PINE ISLAND ROAD, SUITE 105-A, PLANTATION, FLORIDA 33324 and the name of the initial registered agent of this corporation at that address is Andrew Venezia.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director of this corporation is:

ANDREW VENEZIA 150 S. Pine Island Road, Ste. 105-A,
Plantation, Florida 33324

ARTICLE IX - INCORPORATOR

The name and address of the person signing these articles is: Andrew Venezia, 150 S. Pine Island Road, Suite 105-A, Plantation, Florida 33324.

ARTICLE X - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XI - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount apposite his name:

ANDREW VENEZIA 100

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE XII - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is not less than (\$1,000.00) ONE THOUSAND DOLLARS.

ARTICLE XIII - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

ARTICLE XIV - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XV - DIRECTORS RESIDENCY AND COMPENSATION

Directors of this corporation must be residents of the State of Florida.

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

ARTICLE XVI - INITIAL DIRECTORS

The name and street address of the member of the first Board of Director is:

ANDREW VENEZIA 150 S. Pine Island Road, Ste. 105-A,
PLANTATION, Florida 33324

ARTICLE XVII - REMOVAL OF DIRECTORS

The shareholders of this corporation shall be entitled to remove any director from office during his term.

ARTICLE XVIII - LIMITATION ON POWERS OF COMMITTEE

In addition to other limitations imposed by law, no committee of directors of this corporation shall have or exercise the power of the Board of Directors to authorize any merger or dissolution.

ARTICLE XIX - DIRECTOR QUORUM AND VOTING

All of the directors shall constitute a quorum for a meeting of directors.

If a quorum is present, the affirmative vote all of the directors present, or, if a director or directors have abstained from voting, shall be the act of the Board of Directors.

ARTICLE XX - MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special meeting of the Board of Directors by means of conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each director.

ARTICLE XXI - REDUCTION IN STATED CAPITAL

The stated capital of this corporation shall not be reduced by action of the Board of Directors where such reduction is not accompanied by any action requiring or constituting an amendment of the articles of incorporation.

ARTICLE XXII - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

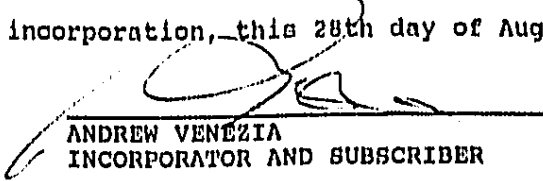
ARTICLE XXIII - SUB-CHAPTER "S" AND 1244 STOCK

It is the intention of the undersigned incorporator to consent to the election under Internal Revenue Code, Section 1372 (a) and to be treated as a "Small Business Corporation" and the Plan to issue 1244 Stock in connection therewith shall be set forth in the By-Laws of this corporation.

ARTICLE XXIV - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

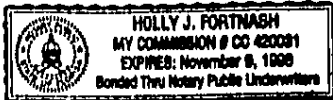
IN WITNESS WHEREOF, the undersigned subscribed has executed these articles of incorporation, this 28th day of August, 1996.


ANDREW VENEZIA
INCORPORATOR AND SUBSCRIBER

STATE OF FLORIDA)
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 28TH day of August, 1996, by ANDREW VENEZIA, who has produced Florida driver's license, who executed the foregoing Article of Incorporation and who acknowledged before me that he executed those Article of Incorporation and did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 28TH day of August, 1996.




NAME: HOLLY J. FORTNASH
NOTARY PUBLIC-STATE OF FLORIDA
MY COMMISSIONS EXPIRES:

STATE OF FLORIDA
DEPARTMENT OF STATE

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE NAMING OFFICERS UPON WHOM PROCESS MAY BE
SERVED AND NAMES AND ADDRESSES OF THE OFFICERS AND
DIRECTORS

The following is submitted, in compliance with Chapter 48.091 Florida Statutes: E.C., Inc., a corporation organized (or organizing) under the laws of the State of Florida with its principal office at 150 S. Pine Island Road, Suite 105-A, PLANTATION, FLORIDA 33324, has named Andrew Venezia, located at 150 S. Pine Island Road, Suite 105-A, Florida 33324 as its agent to accept service of process within this state.

OFFICERS

NAME	TITLE	SPECIFIC ADDRESS
ANDREW VENEZIA	PRESIDENT/VICE PRES. SECRETARY/TREASURER	150 S. Pine Island Rd. Ste. 105-A, Plantation, Florida 33324

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 AUG 29 PM 1:00

DIRECTORS

NAME

ANDREW VENEZIA

SPECIFIC ADDRESS

SAME AS ABOVE

ACCEPTANCE:

I agree as Registered Agent to accept Service of Process to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by Law.

Filing Fee: \$122.50



ANDREW VENEZIA
INCORPORATOR

**THE
HOME LANDSCAPE
DEPOT**

02/23/97

P96000072004

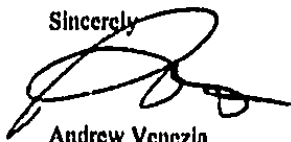
700002099717--0
-02/27/97--01044--015
*****35.00 *****35.00

Telephone //: (954) 851-1330

Return Address: 13790 NW 4th Street Suite #100
Sunrise FL 33325

The intent of the amendment is only to change the name of the corporation from E.C., Inc. to The Home Landscape Depot. Please call if you have any questions.

Sincerely



Andrew Venezia

FILED
91 FEB 27 PM 2:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Andrew Venezia gave
authorization 2/28 to
add Corporate suffix
to new name. VB

N/C

VS MAR 3 1997

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
97 FEB 27 PM 2:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

E. C. Inc.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (Indicate article number(s) being amended, added or deleted)

① Article I - NAME

change name to (The Home Landscape Depot, INC.)

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 2-23-97

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- ☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 23 day of February, 19 97

Signature


(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Andrew Venezia

Typed or printed name

President

Title